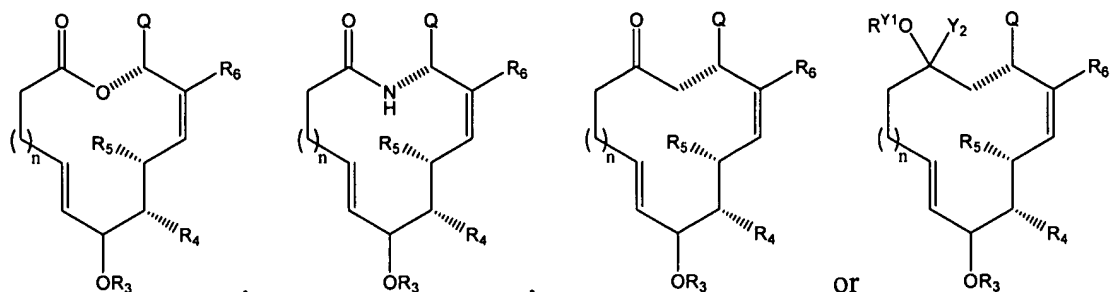



AMENDMENTS TO THE SPECIFICATION


1. Please amend paragraph [0176] on pages 39-40 as follows:

[0176] *I) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):*



wherein R_3 - R_6 , n and Q are as defined in classes and subclasses herein; and Y_2 and R^{Y1} are independently hydrogen or lower alkyl. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, n is 3. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a

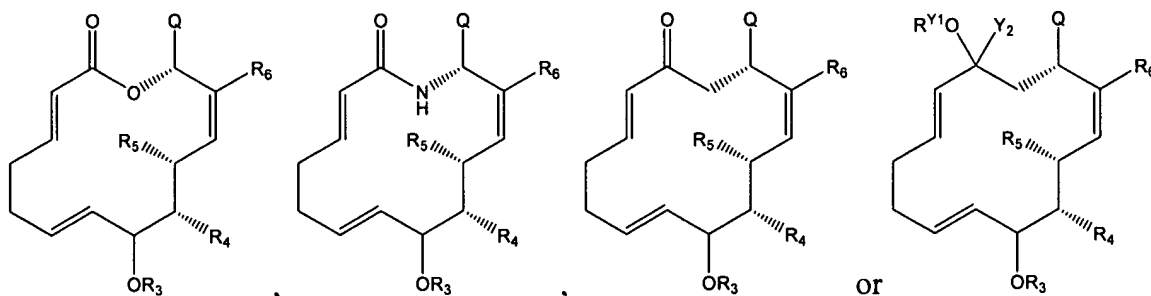
moiety having the structure: . In certain embodiments, R_4 is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R_4 is fluorine. In certain other embodiments, R_4 is F, OH, OAc, NH_2 or R_4 , taken together with the carbon atom to

which it is attached forms a moiety having the structure: . In certain exemplary embodiments, Q is hydrogen or a carbonyl-containing moiety. In certain exemplary embodiments, Q is hydrogen. In certain exemplary embodiments, Y_2 is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or methyl substituted with one or more halogen atoms selected

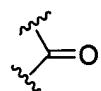
from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or CF_3 . ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methoxy.~~ In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methyl.

2. Please amend paragraph [0177] on pages 40-41 as follows:


[0177] II) *Compounds of the formula (and pharmaceutically acceptable derivatives thereof):*



wherein R_3 - R_6 and Q are as defined in classes and subclasses herein; and Y_2 and R^{Y1} are independently hydrogen or lower alkyl. in certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a moiety having the structure:

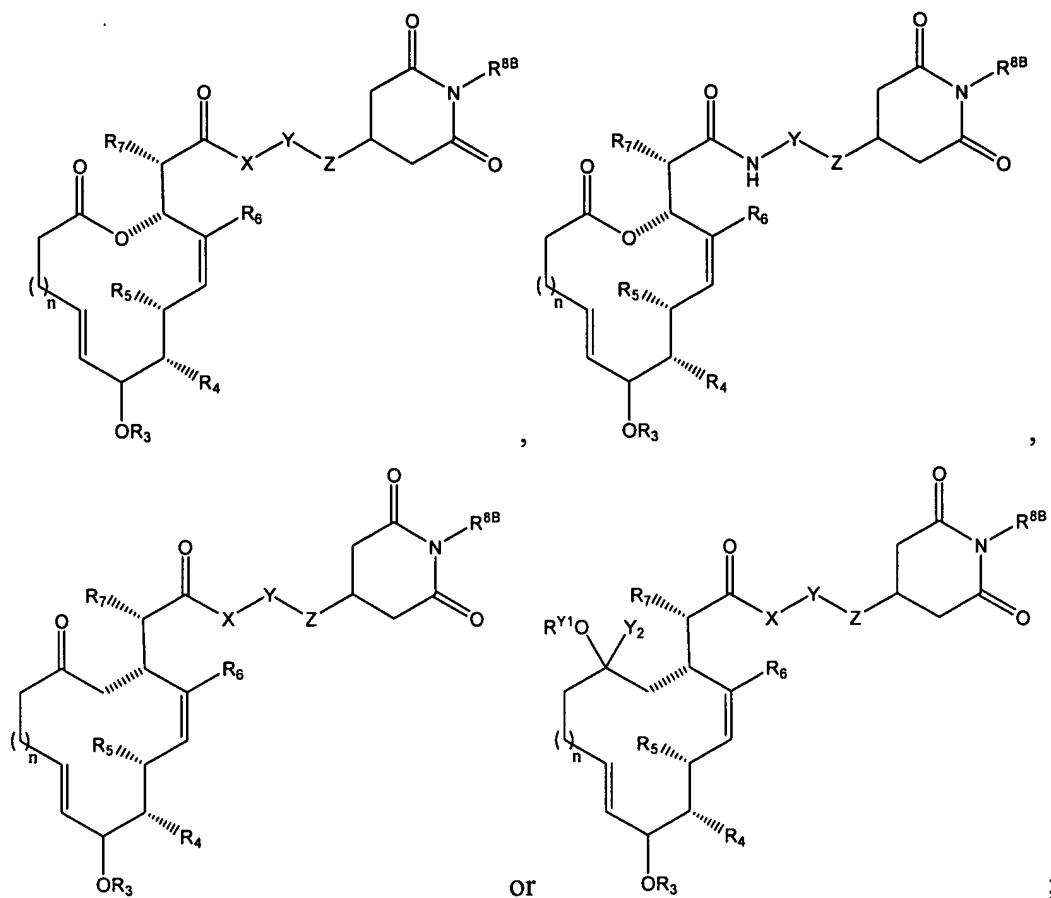


. In certain embodiments, R_4 is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R_4 is fluorine. In certain other embodiments, R_4 is F, OH, OAc, NH_2 or R_4 , taken together with the carbon atom to which it is attached forms a moiety

having the structure: . In certain exemplary embodiments, Q is hydrogen or a carbonyl-containing moiety. In certain exemplary embodiments, Q is hydrogen. In certain exemplary embodiments, Y₂ is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y₂ is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y₂ is hydrogen or CF₃. ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y₂ is CF₃ and R^{Y1} is methoxy. In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y₂ is CF₃ and R^{Y1} is methyl.~~

3. Please amend paragraph [0180] on pages 43-44 as follows:

[0180] **III) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):**



wherein R_3 - R_6 and n are as defined in classes and subclasses herein; Y_2 and R^{Y1} are independently hydrogen or lower alkyl; R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic lower alkyl moiety; R^{8B} is hydrogen or lower alkyl; and X , Y and Z are independently a bond, $-O-$, $-S-$, $-C(=O)-$, $-NR^{Z1}-$, $-CHOR^{Z1}$, $-CHNR^{Z1}R^{Z2}$, $C=S$, $C=N(R^{Y1})$ or $-CH(Hal)$; or a substituted or unsubstituted C_{0-6} alkylidene or C_{0-6} alkenylidene chain wherein up to two non-adjacent methylene units are independently optionally replaced by CO , CO_2 , $COCO$, $CONR^{Z1}$, $OCONR^{Z1}$, $NR^{Z1}NR^{Z2}$, $NR^{Z1}NR^{Z2}CO$, $NR^{Z1}CO$, $NR^{Z1}CO_2$, $NR^{Z1}CONR^{Z2}$, SO , SO_2 , $NR^{Z1}SO_2$, SO_2NR^{Z1} , $NR^{Z1}SO_2NR^{Z2}$, O , S , or NR^{Z1} ; wherein Hal is a halogen selected from F , Cl , Br and I ; and each occurrence of R^{Z1} and R^{Z2} is independently hydrogen, alkyl, heteroalkyl, aryl, heteroaryl or acyl; or R^{Z1} and R^{Z2} , taken together with the nitrogen atom to which they are attached, for a heterocyclic or heteroaryl moiety; and pharmaceutically acceptable derivatives thereof. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In

certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, n is 3. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a moiety having the structure:



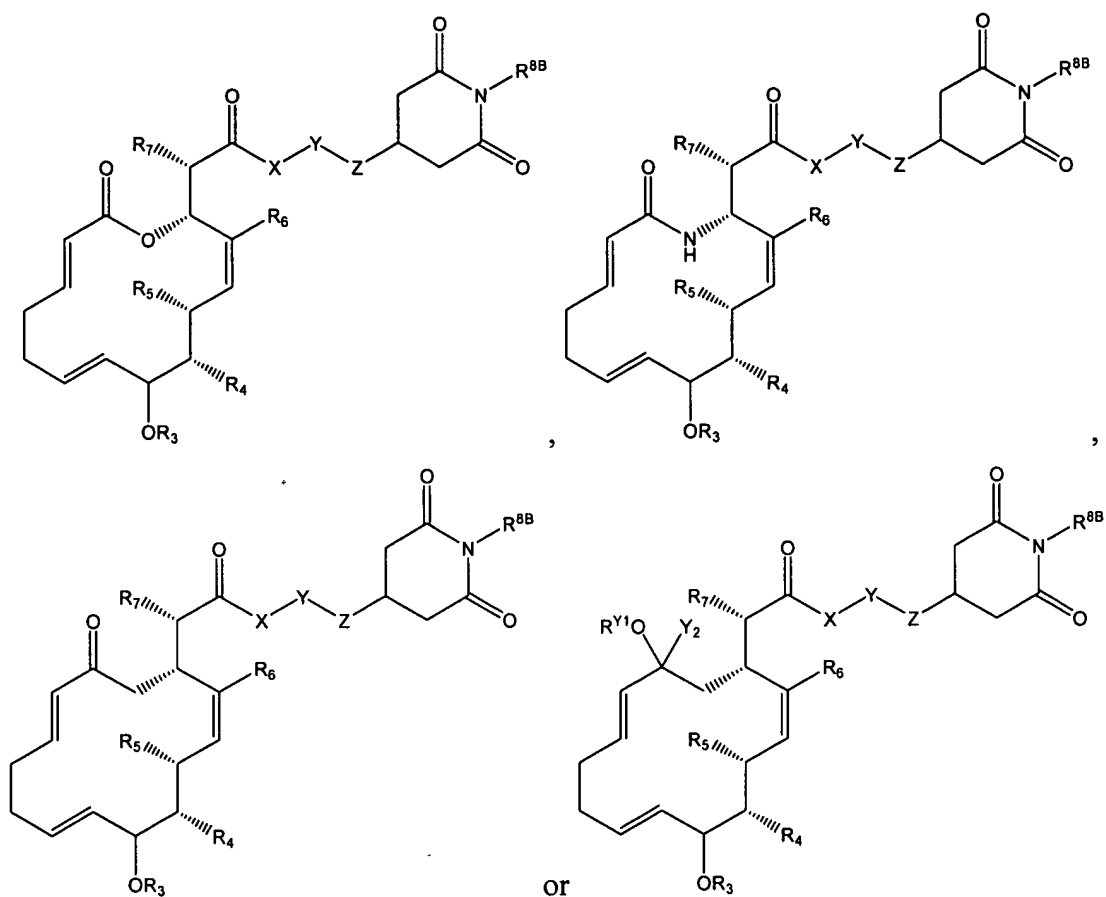
. In certain embodiments, R_4 is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R_4 is fluorine. In certain other embodiments, R_4 is F, OH, OAc, NH_2 or R_4 , taken together with the carbon atom to which it is attached forms a moiety



having the structure: . In certain other embodiments, R_7 is methyl. In certain other embodiments, X and Z are each CH_2 and Y is $-CHOH$, $-CHNH_2$ or $-CHF$. In certain other embodiments, R^{8B} is hydrogen, methyl or ethyl. In certain exemplary embodiments, Y_2 is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or CF_3 . ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methoxy. In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methyl.~~


4. Please amend paragraph [0181] on pages 44-46 as follows:

[0181] IV) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):



wherein R_3 - R_6 are as defined in classes and subclasses herein; Y_2 and R^{Y1} are independently hydrogen or lower alkyl; R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic lower alkyl moiety; R^{8B} is hydrogen or lower alkyl; and X , Y and Z are independently a bond, -O-, -S-, -C(=O)-, - NR^{Z1} -, - $CHOR^{Z1}$ -, - $CHNR^{Z1}R^{Z2}$ -, C=S, C=N(R^{Y1}) or -CH(Hal); or a substituted or unsubstituted C_{0-6} alkylidene or C_{0-6} alkenylidene chain wherein up to two non-adjacent methylene units are independently optionally replaced by CO, CO_2 , COCO, $CONR^{Z1}$, $OCONR^{Z1}$, $NR^{Z1}NR^{Z2}$, $NR^{Z1}NR^{Z2}CO$, $NR^{Z1}CO$, $NR^{Z1}CO_2$, $NR^{Z1}CONR^{Z2}$, SO, SO_2 , $NR^{Z1}SO_2$, SO_2NR^{Z1} , $NR^{Z1}SO_2NR^{Z2}$, O, S, or NR^{Z1} ; wherein Hal is a halogen selected from F, Cl, Br and I; and each occurrence of R^{Z1} and R^{Z2} is independently hydrogen, alkyl, heteroalkyl, aryl, heteroaryl or acyl; or R^{Z1} and R^{Z2} , taken together with the nitrogen atom to which they are attached, for a heterocyclic or heteroaryl moiety; and pharmaceutically acceptable derivatives thereof. . In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In

certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to

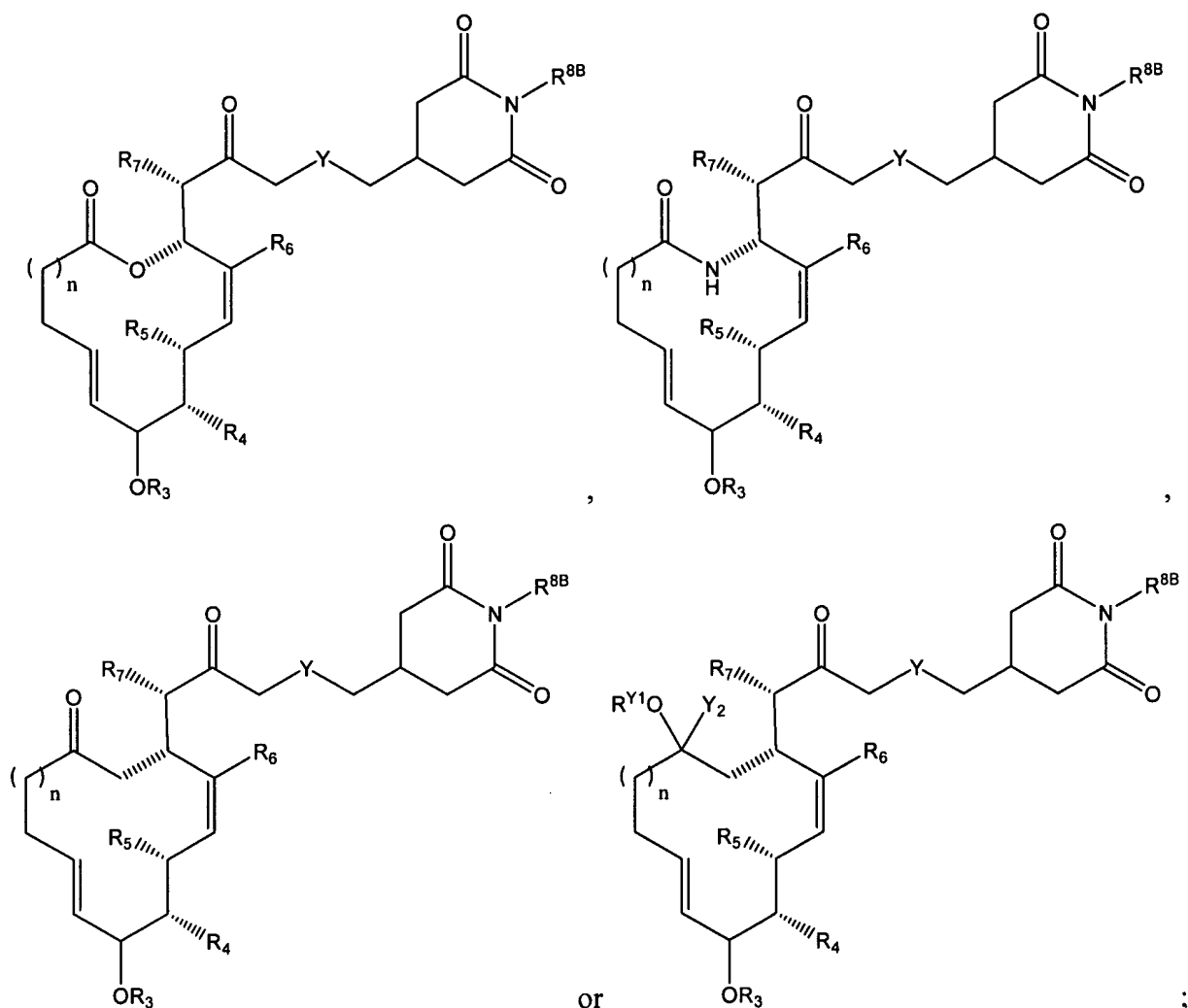
which it is attached forms a moiety having the structure: . In certain embodiments, R_4 is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R_4 is fluorine. In certain other embodiments, R_4 is F, OH, OAc, NH_2 or R_4 , taken together with the carbon atom to which it is attached forms a moiety having the structure:



. In certain other embodiments, R_7 is methyl. In certain other embodiments, X and Z are each CH_2 and Y is $-CHOH$, $-CHNH_2$ or $-CHF$. In certain other embodiments, R^{8B} is hydrogen, methyl or ethyl. In certain exemplary embodiments, Y_2 is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or CF_3 . ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methoxy. In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methyl.~~


5. Please amend paragraph [0183] on pages 47-49 as follows:


[0183] **V) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):**



wherein R_3 - R_6 and n are as defined in classes and subclasses herein; Y_2 and R^{Y1} are independently hydrogen or lower alkyl; R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic lower alkyl moiety; R^{8B} is hydrogen or lower alkyl; and Y is $-CHOR^{Y1}$, $-CHNR^{Y1}R^{Y2}$, $C=O$, $C=S$, $C=N(R^{Y1})$ or $-CH(Hal)$; wherein Hal is a halogen selected from F, Cl, Br and I; and R^{Y1} and R^{Y2} are independently hydrogen, alkyl, heteroalkyl, aryl, heteroaryl or acyl, or R^{Y1} and R^{Y2} , taken together with the nitrogen atom to which they are attached, for a

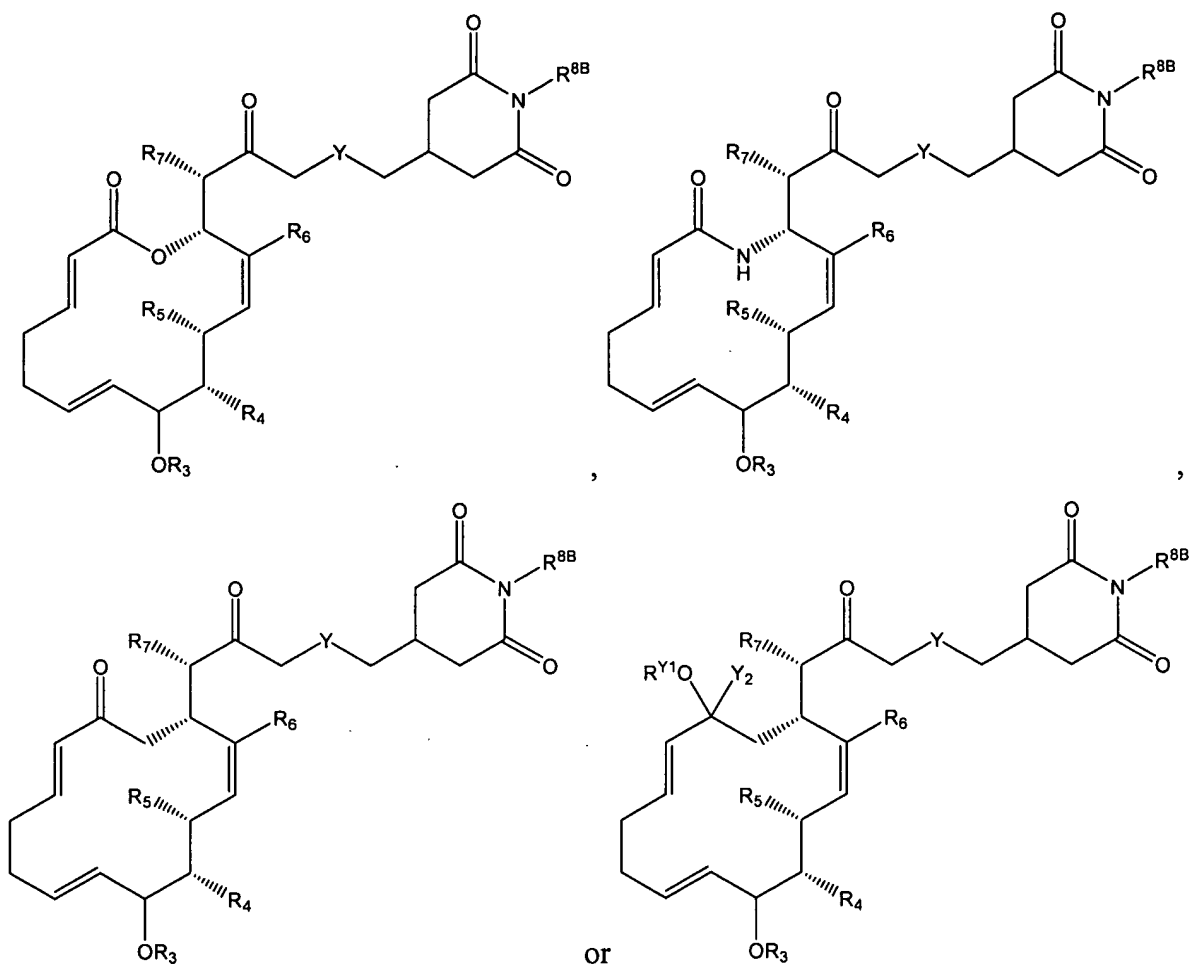
heterocyclic or heteroaryl moiety. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, n is 3. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a

moiety having the structure: . In certain embodiments, R_4 is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R_4 is fluorine. In certain other embodiments, R_4 is F, OH, OAc, NH_2 or R_4 , taken together with the carbon atom to

which it is attached forms a moiety having the structure: . In certain other embodiments, R_7 is methyl. In certain other embodiments, Y is $-CHOH$, $-CHNH_2$ or $-CHF$. In certain other embodiments, R^{8B} is hydrogen, methyl or ethyl. In certain exemplary embodiments, Y_2 is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or CF_3 . ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methoxy.~~ In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methyl.


6. Please amend paragraph [0184] on pages 49-52 as follows:

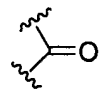
[0184] VI) *Compounds of the formula (and pharmaceutically acceptable derivatives thereof):*



wherein R_3 - R_6 are as defined in classes and subclasses herein; Y_2 and R^{Y1} are independently hydrogen or lower alkyl; R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic lower alkyl moiety; R^{8B} is hydrogen or lower alkyl; and Y is $-\text{CHOR}^{Y1}$, $-\text{CHNR}^{Y1}\text{R}^{Y2}$, $\text{C}=\text{O}$, $\text{C}=\text{S}$, $\text{C}=\text{N}(\text{R}^{Y1})$ or $-\text{CH}(\text{Hal})$; wherein Hal is a halogen selected from F, Cl, Br and I; and R^{Y1} and R^{Y2} are independently hydrogen, alkyl, heteroalkyl, aryl, heteroaryl or acyl, or R^{Y1} and R^{Y2} , taken together with the nitrogen atom to which they are attached, for a heterocyclic or heteroaryl moiety. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $\text{NR}^{4A}\text{R}^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or

R^{4A} and R^{4B}, taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R₄, taken together with the carbon atom to

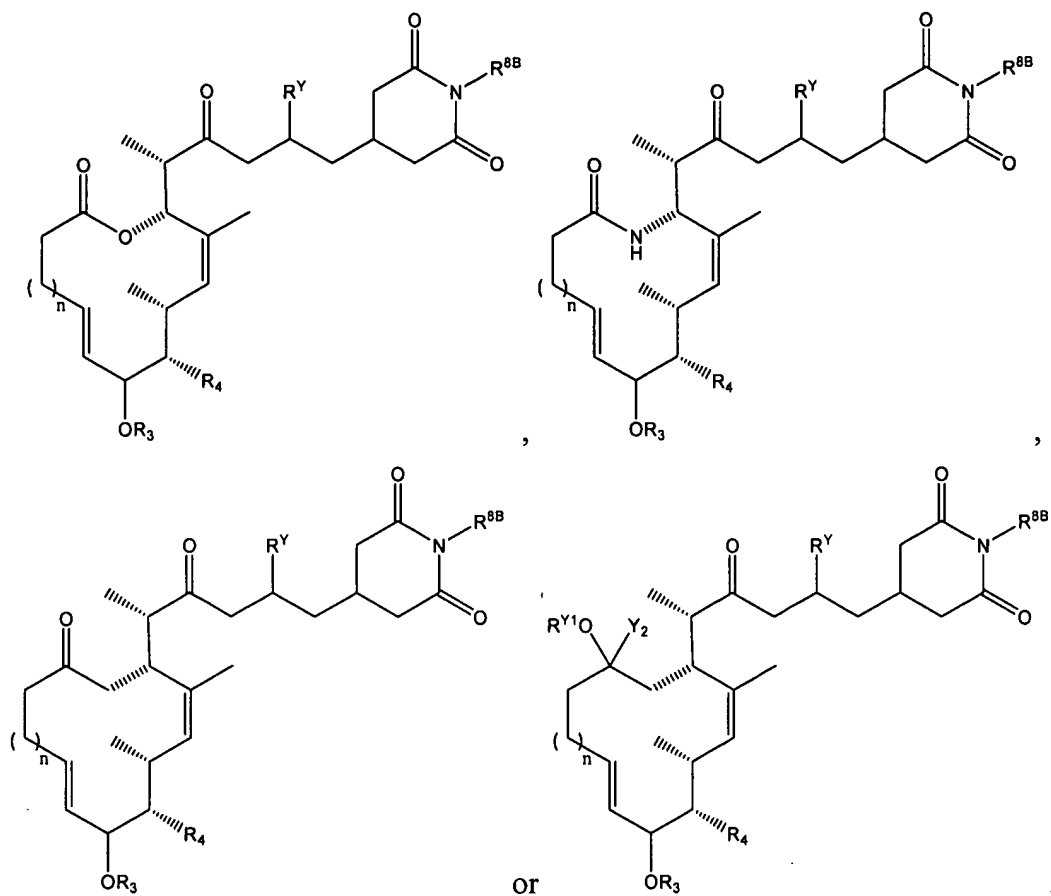
which it is attached forms a moiety having the structure: . In certain embodiments, R₄ is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R₄ is fluorine. In certain other embodiments, R₄ is F, OH, OAc, NH₂ or R₄, taken together with the carbon atom to which it is attached forms a moiety having the structure:




. In certain other embodiments, R₇ is methyl. In certain other embodiments, Y is –CHOH, –CHNH₂ or –CHF. In certain other embodiments, R^{8B} is hydrogen, methyl or ethyl. In certain exemplary embodiments, Y₂ is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y₂ is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y₂ is hydrogen or CF₃. ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y₂ is CF₃ and R^{Y1} is methoxy. In certain exemplary~~
embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y₂ is CF₃ and R^{Y1} is methyl.


7. Please amend paragraph [0185] on pages 52-54 as follows:

[0185] VII) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):



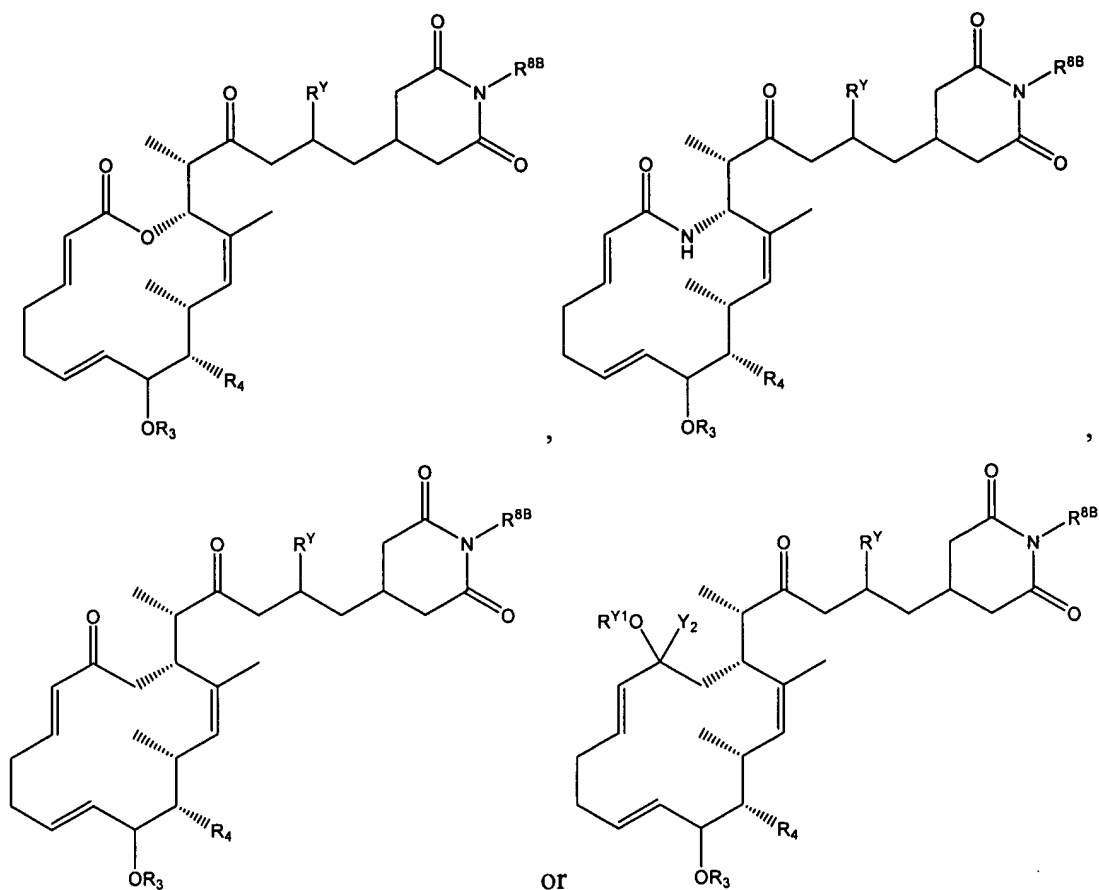
wherein n , R_3 and R_4 are as defined in classes and subclasses herein; Y_2 and R^{Y1} are independently hydrogen or lower alkyl; R^{8B} is hydrogen or lower alkyl; and R^Y is hydrogen, halogen, $-OR^{Y1}$ or $-NR^{Y1}NR^{Y2}$; wherein R^{Y1} and R^{Y2} are independently hydrogen, alkyl, heteroalkyl, aryl, heteroaryl or acyl, or R^{Y1} and R^{Y2} , taken together with the nitrogen atom to which they are attached, for a heterocyclic or heteroaryl moiety. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain embodiments, n is 3. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a moiety having the


structure: . In certain embodiments, R₄ is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R₄ is fluorine. In certain other embodiments, R₄ is F, OH, OAc, NH₂ or R₄, taken together with the carbon atom to which it is

attached forms a moiety having the structure: . In certain other embodiments, R^Y is OH, NH₂ or halogen (e.g., F). In certain other embodiments, R^{8B} is hydrogen, methyl or ethyl. In certain exemplary embodiments, Y₂ is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y₂ is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y₂ is hydrogen or CF₃. ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y₂ is CF₃ and R^{Y1} is methoxy. In certain exemplary~~ embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y₂ is CF₃ and R^{Y1} is methyl.


8. Please amend paragraph [0186] on pages 54-56 as follows:

[0186] ***VIII) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):***



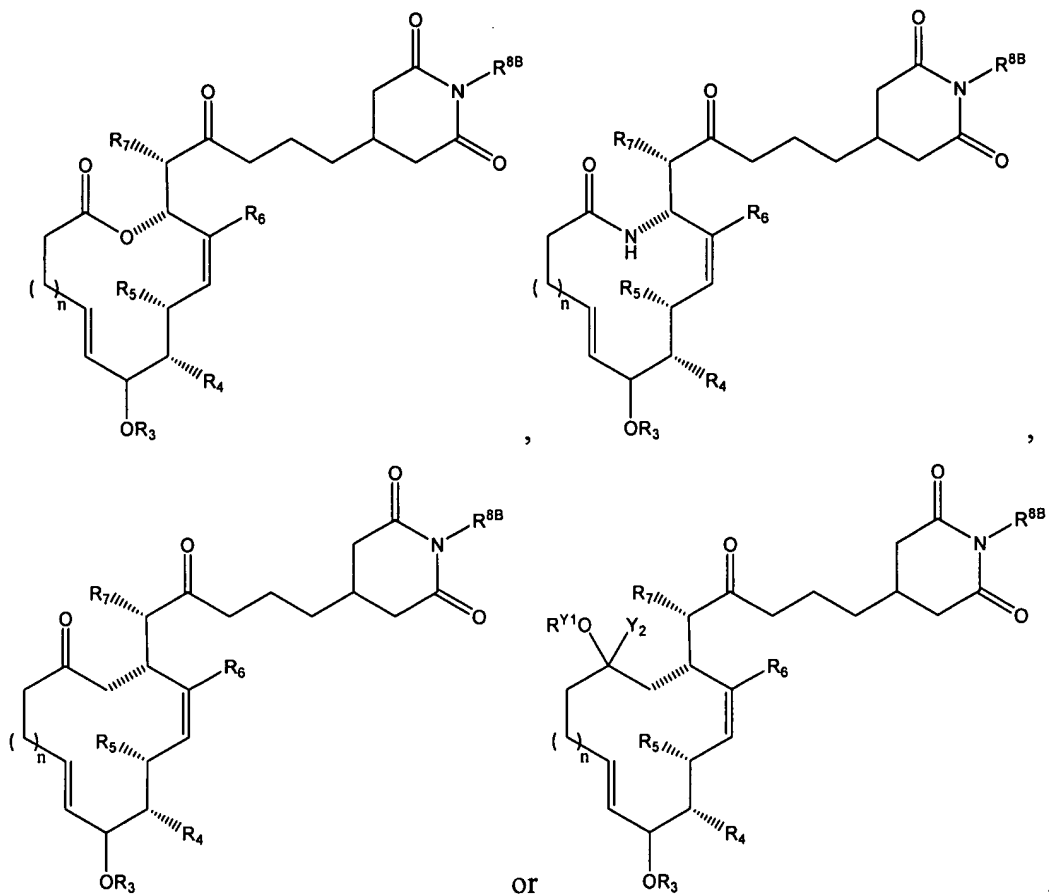
wherein R_3 and R_4 are as defined in classes and subclasses herein; Y_2 and R^{Y1} are independently hydrogen or lower alkyl; R^{8B} is hydrogen or lower alkyl; and R^Y is hydrogen, halogen, $-OR^{Y1}$ or $-NR^{Y1}NR^{Y2}$; wherein R^{Y1} and R^{Y2} are independently hydrogen, alkyl, heteroalkyl, aryl, heteroaryl or acyl, or R^{Y1} and R^{Y2} , taken together with the nitrogen atom to which they are attached, for a heterocyclic or heteroaryl moiety. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a moiety having the structure: . In certain

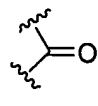
embodiments, R₄ is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R₄ is fluorine. In certain other embodiments, R₄ is F, OH, OAc, NH₂ or R₄, taken together with the carbon atom to which it is attached forms a moiety having the

structure: . In certain other embodiments, R^Y is OH, NH₂ or halogen (e.g., F). In certain other embodiments, R^{8B} is hydrogen, methyl or ethyl. In certain exemplary embodiments, Y₂ is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y₂ is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y₂ is hydrogen or CF₃. ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y₂ is CF₃ and R^{Y1} is methoxy. In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y₂ is CF₃ and R^{Y1} is methyl.~~

9. Please amend paragraph [0187] on pages 56-58 as follows:


[0187] **IX) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):**



wherein R_3 - R_6 and n are as defined in classes and subclasses herein; Y_2 and R^{Y1} are independently hydrogen or lower alkyl; R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic lower alkyl moiety; and R^{8B} is hydrogen or lower alkyl. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, n is 3. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a moiety having the structure: . In certain

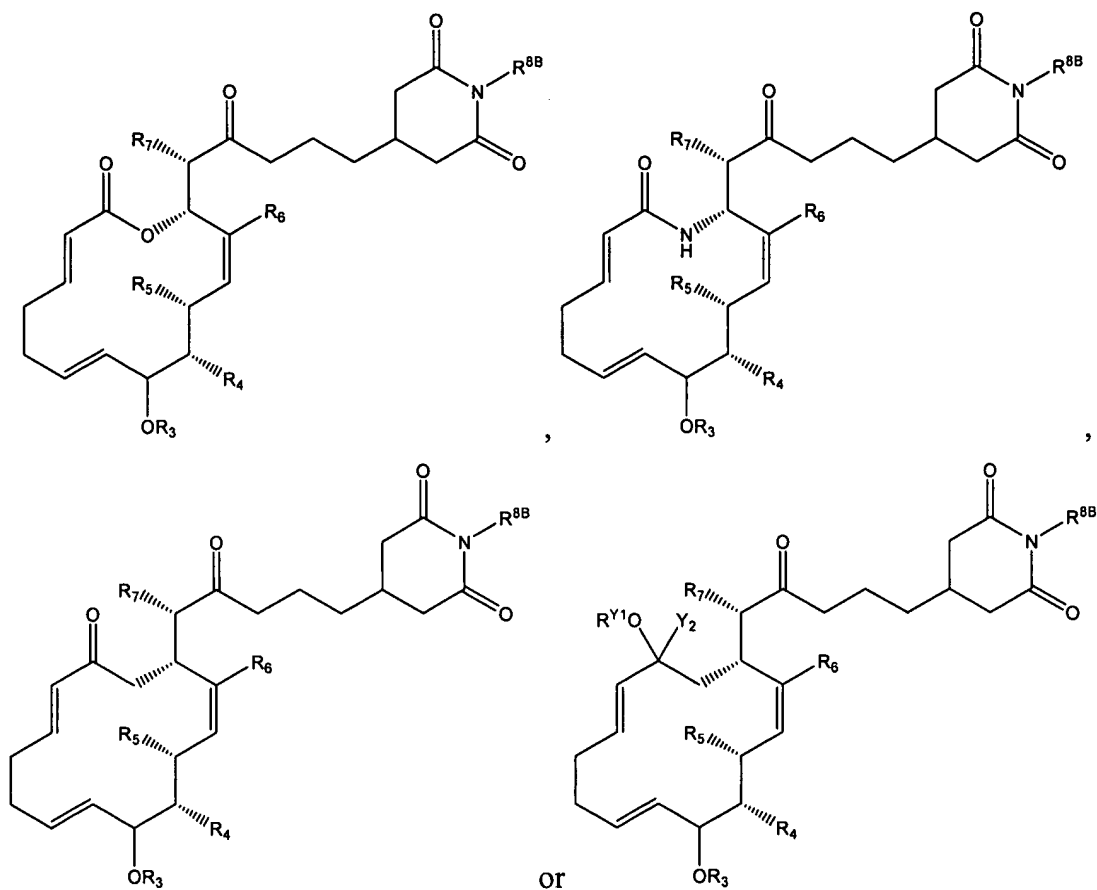
embodiments, R₄ is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R₄ is fluorine. In certain other embodiments, R₄ is F, OH, OAc, NH₂ or R₄, taken together with the carbon atom to which it is attached forms a moiety having the




structure: . In certain other embodiments, R₇ is methyl. In certain other embodiments, R^{8B} is hydrogen, methyl or ethyl. In certain exemplary embodiments, Y₂ is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y₂ is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y₂ is hydrogen or CF₃. ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary~~
~~embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y₂ is CF₃ and~~
~~R^{Y1} is methoxy. In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain~~
exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y₂ is
CF₃ and R^{Y1} is methyl.

10. Please amend paragraph [0188] on pages 58-60 as follows:


[0188] X) *Compounds of the formula (and pharmaceutically acceptable derivatives thereof):*



wherein R_3 - R_6 are as defined in classes and subclasses herein; Y_2 and R^{Y1} are independently hydrogen or lower alkyl; R_7 is a substituted or unsubstituted, linear or branched, cyclic or acyclic lower alkyl moiety; and R^{8B} is hydrogen or lower alkyl. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a moiety having

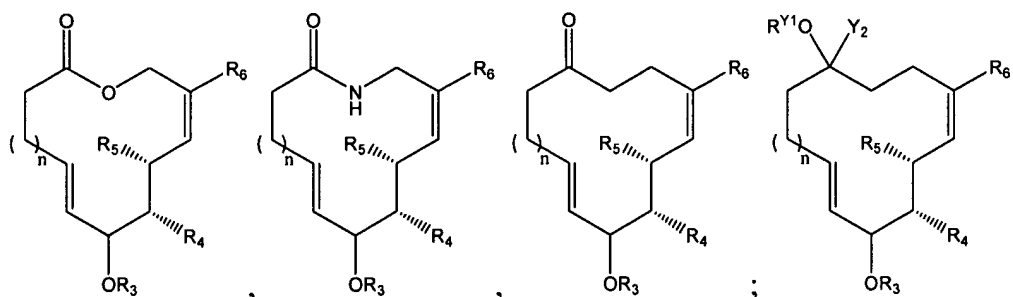
the structure: . In certain embodiments, R_4 is a halogen selected from fluorine, chlorine,

bromine and iodine. In certain exemplary embodiments, R_4 is fluorine. In certain other embodiments, R_4 is F, OH, OAc, NH_2 or R_4 , taken together with the carbon atom to which it is

attached forms a moiety having the structure: . In certain other embodiments, R_7 is methyl. In certain other embodiments, R^{8B} is hydrogen, methyl or ethyl. In certain exemplary embodiments, Y_2 is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or CF_3 . ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methoxy. In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methyl.~~


11. Please amend paragraph [0189] on pages 60-61 as follows:


[0189] **XI) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):**



wherein R_3 - R_6 and n are as defined in classes and subclasses herein; and Y_2 and R^{Y1} are independently hydrogen or lower alkyl. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, n is 3. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen,

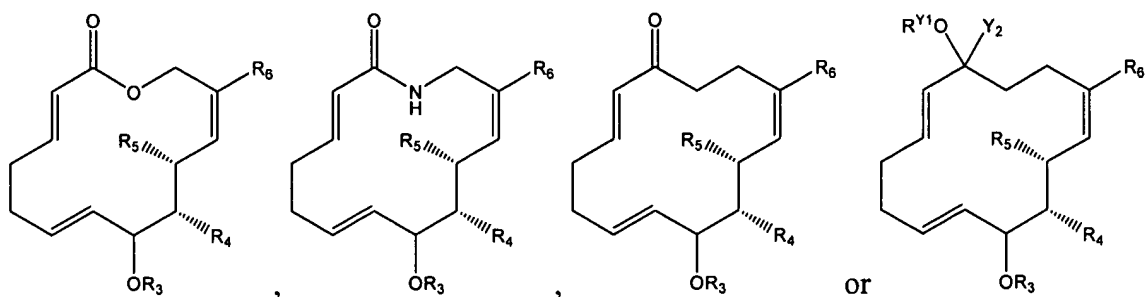
lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a

moiety having the structure: . In certain embodiments, R_4 is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R_4 is fluorine. In certain other embodiments, R_4 is F, OH, OAc, NH_2 or R_4 , taken together with the carbon atom to

which it is attached forms a moiety having the structure: . In certain exemplary embodiments, Y_2 is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or CF_3 . ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methoxy. In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methyl.~~

12. Please amend paragraph [0190] on pages 61-63 as follows:

[0190] **XII) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):**



wherein R_3 - R_6 are as defined in classes and subclasses herein; and Y_2 and R^{Y1} are independently hydrogen or lower alkyl. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen

protecting group. In certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a moiety having the structure:



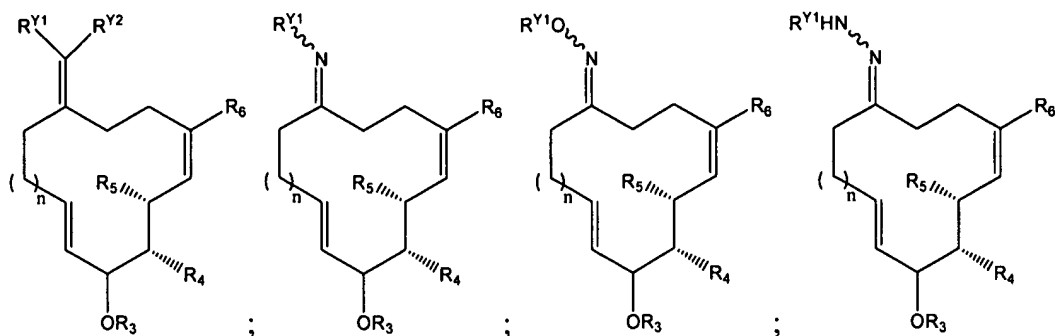
. In certain embodiments, R_4 is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R_4 is fluorine. In certain other embodiments, R_4 is F, OH, OAc, NH_2 or R_4 , taken together with the carbon atom to which it is attached forms a moiety



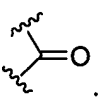
having the structure: . In certain exemplary embodiments, Y_2 is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or CF_3 . ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methoxy.~~ In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methyl.

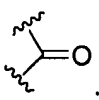
13. Please amend paragraph [0191] on pages 63-64 as follows:

[0191] XIII) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):



wherein R_3 - R_6 and n are as defined in classes and subclasses herein; and Y_2 and R^{Y1} are independently hydrogen or lower alkyl. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, n is 3. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a

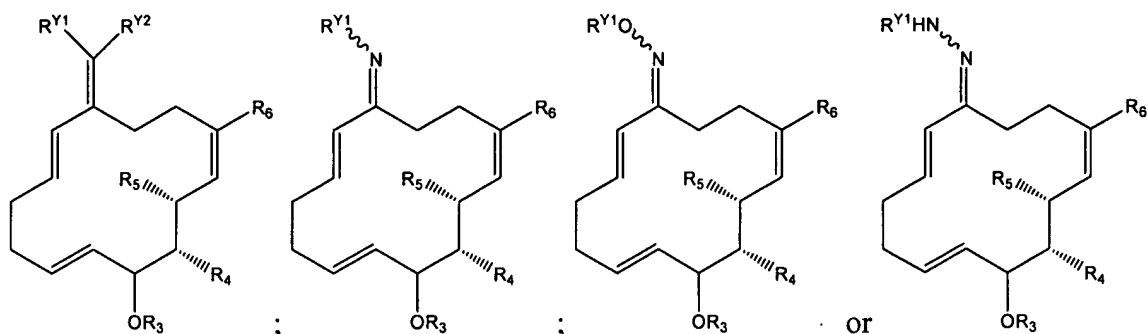
moiety having the structure: . In certain embodiments, R_4 is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R_4 is fluorine. In certain other embodiments, R_4 is F, OH, OAc, NH_2 or R_4 , taken together with the carbon atom to

which it is attached forms a moiety having the structure: . In certain exemplary embodiments, Y_2 is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or CF_3 . ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methoxy. In certain exemplary embodiments, R^{Y1}~~

is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methyl.

14. Please amend paragraph [0192] on pages 64-65 as follows:

[0192] **XIV) Compounds of the formula (and pharmaceutically acceptable derivatives thereof):**



wherein R_3 - R_6 are as defined in classes and subclasses herein; and Y_2 and R^{Y1} are independently hydrogen or lower alkyl. In certain embodiments, R_3 is hydrogen, lower alkyl or an oxygen protecting group. In certain exemplary embodiments, R_3 is methyl. In certain other embodiments, R_5 and R_6 are independently lower alkyl. In certain exemplary embodiments, R_5 and R_6 are each methyl. In certain embodiments, R_4 is halogen, hydroxyl, lower alkoxy, acyloxy or $NR^{4A}R^{4B}$, wherein R^{4A} and R^{4B} are independently hydrogen, lower alkyl, aryl, acyl or a nitrogen protecting group, or R^{4A} and R^{4B} , taken together with the nitrogen atom to which they are attached, form a substituted or unsubstituted heterocyclic or heteroaryl moiety; or R_4 , taken together with the carbon atom to which it is attached forms a moiety having the structure:



. In certain embodiments, R_4 is a halogen selected from fluorine, chlorine, bromine and iodine. In certain exemplary embodiments, R_4 is fluorine. In certain other embodiments, R_4 is F, OH, OAc, NH_2 or R_4 , taken together with the carbon atom to which it is attached forms a moiety



having the structure: . In certain exemplary embodiments, Y_2 is hydrogen or lower alkyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary

embodiments, Y_2 is hydrogen or methyl substituted with one or more halogen atoms selected from F, Cl, Br and I. In certain exemplary embodiments, Y_2 is hydrogen or CF_3 . ~~In certain exemplary embodiments, R^{Y1} is hydroxyl or lower alkoxy. In certain exemplary embodiments, R^{Y1} is hydroxyl or methoxy. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methoxy.~~
In certain exemplary embodiments, R^{Y1} is hydrogen or lower alkyl. In certain exemplary embodiments, R^{Y1} is hydrogen or methyl. In certain exemplary embodiments, Y_2 is CF_3 and R^{Y1} is methyl.